ORIGINAL



BEFORE THE ARIZONA CORPORATION COMMISSION

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GARY PIERCE

BOB STUMP

Commissioner

SANDRA D. KENNEDY

Chairman

Commissioner

PAUL NEWMAN

Commissioner

BRENDA BURNS

Commissioner

QWEST LD CORP., EMBARQ

COMMUNICATIONS, INC. D/B/A

CENTURYLINK COMMUNICATIONS,

CENTURYLINK AND CENTURYTEL

PROPOSED MERGER OF THEIR PARENT

INTERNATIONAL, INC., AND CENTURYTEL.

IN THE MATTER OF THE JOINT NOTICE AND

2011 MAY 25 A 11:57

AZ CORP COMMISSION DOCKET CONTROL

Arizona Corporation Commission DOCKETED

MAY 25 2011

DOCKETED BY



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INC.

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APPLICATION OF OWEST CORPORATION, **QWEST COMMUNICATIONS COMPANY, LLC,** EMBARQ PAYPHONE SERVICES, INC. D/B/A SOLUTIONS, LLC, FOR APPROVAL OF THE CORPORATIONS, QWEST COMMUNICATIONS

DOCKET NO. T-02811B-10-0194 DOCKET NO. T-04190A-10-0194 DOCKET NO. T-20443A-10-0194 DOCKET NO. T-03555A-10-0194 DOCKET NO. T-03902A-10-0194

DOCKET NO. T-01051B-10-0194

NOTICE OF FILING COMPLIANCE TO SETTLEMENT **AGREEMENT CONDITION NO. 40**

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The Joint Applicants hereby file notice that the following confidential information was provided to Steve Olea, Director of the Utilities Division on May 25, 2011 as required by Condition No. 40 of the Settlement Agreement among and between the Joint Applicants, the Commission Staff, and the Residential Utilities Consumer Office, approved and ordered by the Arizona Corporation Commission in Decision No. 72232:

| 1 | 1. Statewide average operating expense pe | r 1,000 working access lines for calendar years |
|----|---|--|
| 2 | 2008, 2009 and 2010; | |
| 3 | 2. Statewide average annual investment pe | er 1,000 working access lines for calendar years |
| 4 | 2008, 2009 and 2010, and; | |
| 5 | 3. Statewide average employees per 1,000 | working access lines for calendar years 2008, |
| 6 | 2009 and 2010. | |
| 7 | | |
| 8 | | |
| 9. | RESPECTFULLY SUBMITTED, this 25 | 5 th day of May, 2011. |
| 10 | | |
| 11 | | |
| 12 | | QWEST CORPORATION |
| 13 | | Vonnant-Cullin |
| 14 | | Norman G. Curtright Associate General Counsel |
| 15 | | QWEST 20 E. Thomas Road, 16 th Floor |
| 16 | | Phoenix, Arizona 85012 |
| 17 | | Attorney for Qwest Corporation, Qwest Communications Company, LLC, and Qwest |
| 18 | | LD Corp. |
| 19 | | |
| 20 | ORIGINAL and thirteen (13) copies filed this 25 th day of May, 2011, with: | |
| 21 | Docket Control | |
| 22 | ARIZONA CORPORATION COMMISSION 1200 West Washington Street | |
| 23 | Phoenix, Arizona 85007 | |
| 24 | | |

| 1 | Copy of the foregoing hand-delivered this 25 th day of May, 2011, to: | |
|----|--|---|
| 2 | Belinda Martin, Administrative Law Judge | Janice Alward, Chief Counsel |
| 3 | Hearing Division ARIZONA CORPORATION COMMISSION | Legal Division ARIZONA CORPORATION COMMISSION |
| 4 | 1200 West Washington Street Phoenix, Arizona 85007 | 1200 West Washington Street Phoenix, Arizona 85007 |
| 5 | Steve Olea, Director | Daniel W. Pozefsky, Chief Counsel |
| 6 | Utilities Division ARIZONA CORPORATION COMMISSION | Residential Utility Consumer Office 1110 W. Washington Street, Suite 220 |
| 7 | 1200 West Washington Street Phoenix, Arizona 85007 | Phoenix, Arizona 85007 |
| 8 | Copy of the foregoing sent via e-mail and | |
| 9 | this 25 th day of May, 2011, to: | |
| 10 | Michael Patten | Katherine Mudge |
| 11 | Roshka DeWulf & Patten, PLC One Arizona Center | Director, State Affairs & ILEC Relations Covad Communications, Inc. |
| 12 | 400 E Van Buren St – 800 Phoenix, AZ 85004 | 7000 N. Mopac Expressway, 2 nd Floor Austin, TX 78731 |
| 13 | Gregory L. Rogers Level 3 Communications, LLC | James C. Falvey Senior Regulatory Counsel |
| 14 | 1025 Eldorado Boulevard | Pac-West Telecomm, Inc. |
| 15 | Broomfield, CO 80021 | 420 Chinquapin Round Rd., Suite 2-1 Annapolis, MD 21401 |
| 16 | Rogelio Pena Pena & Associates | Rex Knowles |
| 17 | 4845 Pearl East Circle – 101 Boulder, CO 80301 | XO Communications, Inc. 7050 Union Park Ave., Suite 400 Midvale, UT 84047 |
| 18 | Mark DiNunzio | Lyndall Nipps |
| 19 | Cox Arizona Telcom, LLC 1550 W. Deer Valley Road | Vice President, Regulatory Affairs TW Telecom of Oregon, LLC |
| 20 | MS:DV3-16, Bldg. C Phoenix, AZ 85027 | 9665 Granite Ridge Drive, Suite 500 San Diego, CA 87123 |
| 21 | Filoenix, AZ. 83027 | San Diego, CA 6/125 |
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| 2 | William A. Haas Vice President of Public Policy & Regulatory | Joan Burke Law Office of Joan S. Burke |
| 2 | PAETEC Holding Corp. | 1650 N. First Ave. |
| 3 | One Martha's Way | Phoenix, AZ 85003 |
| | Hiawatha, IA 52233 | |
| 4 | | |
| | Harry Gildea | Gregory Merz |
| 5 | Snavely King Majoros O'Connor & Bedell, Inc. | Gray Plant Mooty 500 IDS Center |
| 6 | 1111 14 th St. N.W., Suite 300 | 80 S. Eighth St. |
| O | Washington, DC 20005 | Minneapolis, MN 55402 |
| 7 | | 1 |
| | Stephen S. Melnikoff | Karen L. Clauson |
| 8 | Regulatory Law Office | Vice President, Law & Policy |
| 0 | US Army Litigation Center 901 N. Stuart St., Suite 700 | Integra Telecom 6160 Golden Hills Dr. |
| 9 | Arlington, VA 22203-1837 | Golden Valley, MN 55416-1020 |
| 10 | 1 1 2200 1007 | Column valley, Mar. 20 Mo 1020 |
| | Daniel D. Haws | John Ilgen |
| 11 | OSJA | Vice President Sales & Marketing |
| | Attn: AZTS-JAD | Westel Inc. |
| 12 | USA Intelligence Center & Fort Huachuca Fort Huachuca, Arizona 85613 | 9606 N. Mopac Expressway, Suite 700 Austin, TX 78759 |
| 13 | Fort Huachuca, Anzona 65015 | Austin, 1A 70739 |
| 13 | Craig A. Marks | |
| 14 | Craig A Marks, PLC | |
| | 10645 North Tatum Boulevard | |
| 15 | Suite 200-676 | |
| 1.0 | Phoenix, AZ 85028 | |
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